

See Order Granting Motion to Consolidate at pg. 19.

There are significant management issues associated with this deluge of litigation. These include: (a) the interplay of Enron's bankruptcy with the pendency of these cases; (b) the effect of the Private Securities Litigation Reform Act and the Securities Litigation Uniform Standards Act on some or all of these cases; (c) what procedures should be put in place to coordinate discovery in these actions; and (d) when and on what schedule discovery should occur in light of both Enron's bankruptcy and the need to comply with various federal statutes before discovery can begin.

There is, as the Court noted, substantial overlay among the facts and claims alleged in these 45 cases. Clearly, there will only be one shareholder class action (with possible sub-classes) as a result of the provisions of the Reform Act. Similarly, to the extent there is a derivative claim at all, only one derivative claim may be pursued on behalf of Enron. Finally, although denominated as proceedings under ERISA, it may well be determined that the "ERISA Actions" are nothing more than disguised securities claims that are subject to the provisions of the Reform Act as well.

The Court need not decide these issues now. It is clear, however, that there is no purpose to be served by compelling more than 29 Defendants to answer--seriatim--45 separate actions alleging identical facts and claims. Such a course would result not merely in a tremendous waste of the parties' resources; it would impose significantly on the resources of this Court, as well.

Accordingly, the Defendants respectfully request that this Court enter an order staying their obligation to answer, move or otherwise plead in response to the pending and any subsequently filed actions. We request, as well, that the Court set an early Joint Scheduling Conference to determine the schedule on which pretrial motion practice and discovery should proceed in all of the matters. Once that schedule is determined, the Court can then establish a uniform answer and motion date

for the Defendants that will apply in all pending cases. A proposed form of Order is attached as Exhibit "A".

Respectfully submitted,

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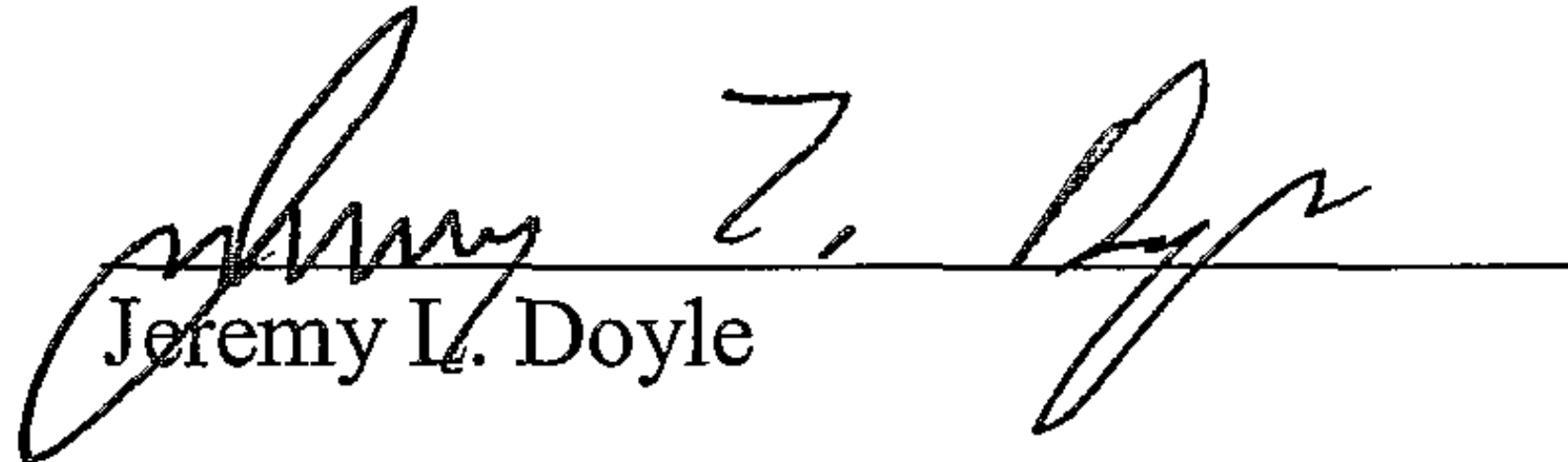
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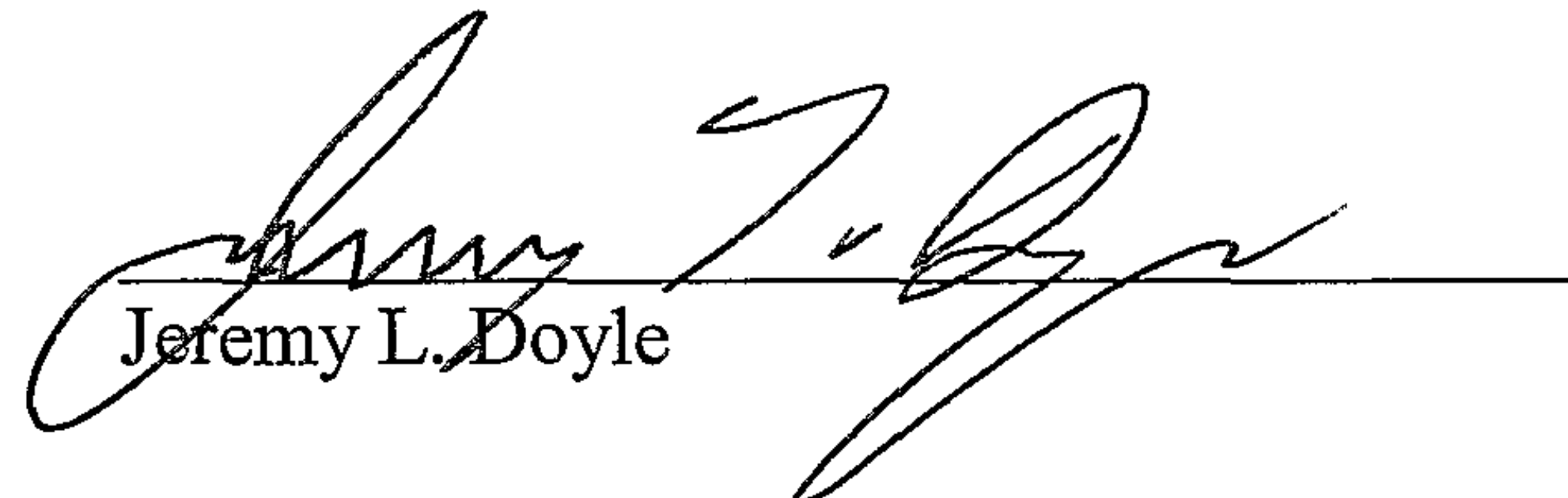
CERTIFICATE OF SERVICE

I certify that a true and correct copy of this motion was served on all counsel of record on December 21, 2001 via hand delivery, certified mail, return receipt requested, federal express and/or facsimile:


Jeremy L. Doyle

CERTIFICATE OF CONFERENCE

We have conferred with counsel for a number of Plaintiffs, who indicated that they were not in a position to agree with this Motion, so it is filed as an opposed Motion.


Jeremy L. Doyle